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8 **UNITED STATES DISTRICT COURT**  
9 **NORTHERN DISTRICT OF CALIFORNIA**

10 PHILIP RICCARDI,

11 Plaintiff,

12 v.

13 MICHAEL R. LYNCH, et al.

14 Defendants,

15 -and-

16 HEWLETT-PACKARD COMPANY,

17 Nominal Defendant.  
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**CASE NO. 12-CV-06003**

**[PROPOSED] ORDER APPROVING  
PLAINTIFFS STANLEY MORRICAL,  
ANDREA BASCHERI, JIM CHUNG, AND  
JOSEPH TOLA'S MOTION FOR  
CONSOLIDATION OF RELATED  
ACTIONS, APPOINTMENT OF A LEAD  
PLAINTIFF, AND APPROVAL OF A  
LEADERSHIP STRUCTURE FOR  
PLAINTIFFS' COUNSEL**

Date: March 1, 2013

Time: 10:00 a.m.

Ctrm: 6, 17th Floor

Judge: Hon. Charles R. Breyer

20 ENERSTO ESPINOZA,

21 Plaintiff,

22 v.

23 MICHAEL R. LYNCH, et al.

24 Defendants,

25 -and-  
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27 HEWLETT-PACKARD COMPANY,  
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**CASE NO. 12-CV-06025**

Judge: Hon. Charles R. Breyer

Complaint Filed: November 27, 2012

**[PROPOSED] ORDER RE CONSOLIDATION OF RELATED ACTIONS,  
APPOINTMENT OF A LEAD PLAINTIFF, AND APPROVAL OF A LEADERSHIP  
STRUCTURE FOR PLAINTIFFS' COUNSEL**

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Nominal Defendant.
ANDREA BASCHERI, et al,
Plaintiff,
v.
LEO APOTHEKER, et al.
Defendants,
-and-
HEWLETT-PACKARD COMPANY,
Nominal Defendant.
MARTIN BERTISCH,
Plaintiff,
v.
LEO APOTHEKER, et al.
Defendants,
-and-
HEWLETT-PACKARD COMPANY,
Nominal Defendant.
THE CITY OF BIRMINGHAM RETIREMENT AND RELIEF SYSTEM,
Plaintiff,
v.
LEO APOTHEKER, et al.
Defendants,
-and-
HEWLETT-PACKARD COMPANY,

**CASE NO. 12-CV-06091**

Judge: Hon. Charles R. Breyer  
Complaint Filed: November 30, 2012

**CASE NO. 12-CV-06123**

Judge: Hon. Charles R. Breyer  
Complaint Filed: December 3, 2012

**CASE NO. 12-CV-06416**

Judge: Hon. Charles R. Breyer  
Complaint Filed: December 18, 2012

**[PROPOSED] ORDER RE CONSOLIDATION OF RELATED ACTIONS,  
APPOINTMENT OF A LEAD PLAINTIFF, AND APPROVAL OF A LEADERSHIP  
STRUCTURE FOR PLAINTIFFS' COUNSEL**

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Nominal Defendant.

JOSEPH TOLA,

Plaintiff,

v.

MICHAEL R. LYNCH, et al.

Defendants,

-and-

HEWLETT-PACKARD COMPANY,

Nominal Defendant.

STANLEY MORRICAL,

Plaintiff,

v.

MARGARET C. WHITMAN, et al.

Defendants,

-and-

HEWLETT-PACKARD COMPANY,

Nominal Defendant.

**CASE NO. 12-CV-06423**

Judge: Hon. Charles R. Breyer  
Complaint Filed: December 18, 2012

**CASE NO. 12-CV-06434**

Judge: Hon. Charles R. Breyer  
Complaint Filed: December 19, 2012

**[PROPOSED] ORDER RE CONSOLIDATION OF RELATED ACTIONS,  
APPOINTMENT OF A LEAD PLAINTIFF, AND APPROVAL OF A LEADERSHIP  
STRUCTURE FOR PLAINTIFFS' COUNSEL**

Having considered the various motions for consolidation and appointment of Lead Plaintiff and Lead Counsel filed in the above-captioned actions, the Court hereby ORDERS that:

**I. CONSOLIDATION**

1. Pursuant to Rule 42(a) of the Federal Rules of Civil Procedure, the following actions are hereby consolidated for all purposes into one action:

Case Caption	Docket No.	Filing Date
Philip Riccardi v. Michael R. Lynch et al.	12-cv-06003-CRB	November 26, 2012
Ernesto Espinoza v. Michael R. Lynch et al.	12-cv-06025-CRB	November 27, 2012
Andrea Bascheri et al. v. Leo Apotheker et al.,	12-cv-06091-CRB	November 30, 2012
Martin Bertisch v. Leo Apotheker et al.	12-cv-06123-CRB	December 3, 2012
The City of Birmingham Retirement and Relief System v. Leo Apotheker et al.	12-cv-06416-CRB	December 18, 2012
Joseph Tola v. Michael R. Lynch et al.	12-cv-06423-CRB	December 18, 2012
Stanley Morrical v. Margaret C. Whitman et al.	12-cv-06434-CRB	December 19, 2012

2. The seven HP Derivative Actions identified above are hereby consolidated for all purposes, including pretrial proceedings, trial, and appeal.

3. The caption of these consolidated actions shall be "In re Hewlett-Packard Company Shareholder Derivative Litigation" and the files of these consolidated actions shall be maintained in one master file to be set by the Court. Thereafter, all seven of the original HP Derivative Action case files shall be closed.

4. Any other actions or claims filed in or removed or transferred to this Court after the date of this Stipulation that (i) are styled as shareholder derivative actions or claims brought on behalf of nominal defendant HP; and (ii) assert claims that arise from or relate to HP's acquisition of Autonomy Corporation PLC in 2011; and (iii) arise out of the same transactions and occurrences and involve the same or substantially similar issues of law and facts as the HP

Derivative Actions, shall automatically be consolidated for all purposes, if and when they are brought to the Court's attention, together with *In re Hewlett-Packard Company Shareholder Derivative Litigation*, and the clerk shall close the file for any such later-filed actions.

5. Every pleading filed in the consolidated actions, or in any separate action included herein, shall bear the following caption.

**UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF CALIFORNIA**

IN RE HEWLETT-PACKARD COMPANY	MASTER DOCKET
SHAREHOLDER DERIVATIVE LITIGATION	NO.

THIS DOCUMENT RELATES TO:

6. When a pleading or other filing is intended to be applicable to all actions, the words "All Actions" shall appear immediately after or below the words "THIS DOCUMENT RELATES TO:" in the caption set forth above. When a pleading or other filing is intended to be applicable to less than all actions, the separate caption and docket number for each individual action to which the pleading is intended to be applicable shall appear immediately after or below the words "THIS DOCUMENT RELATES TO:" in the caption described above.

7. When a case or claim that properly belongs as part of *In re Hewlett-Packard Company Shareholder Derivative Litigation* is filed in this Court or transferred or removed to this Court from another court and assigned to Judge Breyer, then following the filing of notice by any party to such action or by a party to *In re Hewlett-Packard Company Shareholder Derivative Litigation* in such other action and this consolidated action, and service of such notice upon all parties that have appeared in the affected actions, the clerk of this Court shall:

(a) Place a copy of this Order in the separate file for such action;

(b) Mail to the attorneys for the plaintiff(s) in the newly filed or transferred case a copy of this Order and direct that this Order be served upon or mailed to any new defendant(s) or their counsel in the newly filed or transferred case;

(c) Make an appropriate entry on the Master Docket. Counsel recognizes that this Court requests the assistance of counsel in calling to the attention of the clerk of this Court the filing or transfer of any case which properly might be consolidated as part of *In re Hewlett-Packard Company Shareholder Derivative Litigation*; and

(d) Close the separate file for such action.

**II. APPOINTMENT OF LEAD PLAINTIFF, LEAD COUNSEL, AND AN EXECUTIVE COMMITTEE**

8. Plaintiff Stanley Morrical will best serve the interests of the derivative plaintiffs and the nominal defendant and is hereby appointed as Lead Plaintiff.

9. Cotchett, Pitre & McCarthy, LLP is appointed to serve as Lead Counsel and Chair of an Executive Committee to prosecute this litigation up to and including trial. Given the complexity of the case the Court believes an Executive Committee is warranted in this case. The Executive Committee shall be comprised of at least the Cafferty Clobes Meriwether & Sprengel LLP, Bottini & Bottini, Inc. and a representative from the following law firms\_\_\_\_\_.

DATED:

\_\_\_\_\_  
**HON. CHARLES R. BREYER**  
**UNITED STATES DISTRICT JUDGE**